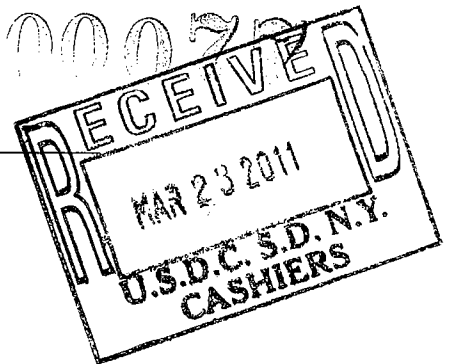


UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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In re Application of PARMALAT
BRASIL S.A. INDUSTRIA DE
ALIMENTOS and LAEP
INVESTMENTS, LTD for an Order
Pursuant to 28 U.S.C. § 1782 to Conduct
Discovery for Use in Foreign Proceedings
-----x

Case No. _____

D.A.B.
ECF CASE



**EX PARTE APPLICATION FOR AN ORDER PURSUANT TO 28 U.S.C. § 1782
TO CONDUCT DISCOVERY FOR USE IN FOREIGN PROCEEDINGS**

Based upon the concurrently filed Memorandum of Law and declarations of Peter R. Chaffetz, Karina Goldberg Britto, Rodrigo Ferraz, and Flavio Souto, LAEP Investments, Ltd. ("LAEP") and Parmalat Brasil S.A. Industria de Alimentos ("Parmalat") hereby apply *ex parte* to this Court for an Order, pursuant to 28 U.S.C. § 1782, and Rules 26, 30 and 45 of the Federal Rules of Civil Procedure, granting LAEP and Parmalat leave to serve Morgan Stanley & Co., Inc.; Morgan Stanley Capital Services, Inc.; Goldman Sachs Asset Management, L.P.; GLG Partners, Inc.; and Alejandro San Miguel with the subpoenas annexed to the declaration of Peter R. Chaffetz.

The requested relief is for the purpose of obtaining limited, but necessary, discovery in connection with two civil proceedings before foreign tribunals: *Parmalat Brasil S.A. Industria De Alimentos, Lacteos do Brasil S.A., Companhia de Alimentos Gloria, Companhia de Alimentos Ibituruna S.A., and PRLT S.A. Industria de Alimentos v. GLG Emerging Markets Special Situation Fund, Emerging Markets Special Situation 3 Limited, Graz Participacoes, Morgan Stanley Administradora de Carteiras S.A., Fundo*

de Investimento em Direitos Creditos Nao Padronizados America Multicarteira, *Fundo de Investimento em Direitos Creditos Nao Padronizados Alemanha Multicarteira*, and *Europa Fundo de Investimento em Cotas de Fundo de Investimento Multimercado*, a suit filed on August 31, 2010 in the Central Civil Court of the Judicial District of Sao Paulo, State of Sao Paulo, Brazil (“Sao Paulo Litigation”); and *LAEP Investments Ltd. v. GLG Emerging Market Special Situations Fund and Emerging Market Special Situations 3 Limited*, an international arbitration request filed by LAEP on October 4, 2010 under the International Court of Arbitration (“ICC Tribunal”) of the International Chamber of Commerce Rules (“ICC Arbitration”).

As detailed in the Memorandum of Law, the parties to be subpoenaed possess information directly relevant to the Sao Paulo Litigation and the ICC Arbitration that will aid the foreign court and arbitral panel in understanding the true nature of the underlying transactions, in order to determine the parties’ liability and fashion an appropriate remedy. The requested documents are directly relevant to key issues in both the Sao Paulo Litigation and ICC Arbitration.

LAEP and Parmalat meet the statutory requirements for the issuance of an order allowing the requested discovery under 28 U.S.C. § 1782. As detailed in the Memorandum of Law: (i) the targets of the discovery: Morgan Stanley & Co., Inc.; Morgan Stanley Capital Services, Inc.; Goldman Sachs Asset Management L.P.; GLG Partners, Inc.; and Alejandro San Miguel are found within this district.; (ii) the ICC Tribunal and Central Civil Court of Sao Paulo, Brazil are “foreign tribunals” under 28 U.S.C. § 1782; and (iii) LAEP and Parmalat as parties to the ICC Arbitration and Sao Paulo Litigation are “interested persons” with respect to those proceedings. Additionally,

all of the discretionary factors this Court may consider also favor granting this *ex parte* Application. *See Intel Corp. v. Advanced Micro Devices, Inc.*, 542 U.S. 241, 264-65 (2004).

LAEP and Parmalat thus respectfully request that this Court grant their Application for an Order granting LAEP and Parmalat leave to serve Morgan Stanley & Co., Inc.; Morgan Stanley Capital Services, Inc.; Goldman Sachs Asset Management L.P.; GLG Partners, Inc.; and Alejandro San Miguel with the subpoenas annexed to the declaration of Peter R. Chaffetz.

Respectfully Submitted,

Dated: March 23, 2011

New York, New York

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